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TAMRA PAWLOSKI - 01/18/2019

1 UNITED STATES DISTRICT COURT

2 DISTRICT OF MINNESOTA

3 -----x

4 FAIR ISAAC CORPORATION, a Delaware
corporation,

5 Plaintiff,

6 Case No. 16-cv-1054

7 v.

8 FEDERAL INSURANCE COMPANY, an
Indiana corporation, and ACE

9 AMERICAN INSURANCE COMPANY, a
Pennsylvania corporation,

10 Defendants.

11 -----x

12 8:30 a.m.
January 18, 2019

13 767 Third Avenue
14 New York, New York

15 * CONFIDENTIAL *

16 DEPOSITION of TAMRA PAWLOSKI, a Plaintiff

17 in the above entitled matter, pursuant to Notice,

18 before Stephen J. Moore, a Registered Professional

19 Reporter, Certified Realtime Reporter and Notary

20 Public of the State of New York.

21

22 Job No. MP-204293

EXHIBIT

6

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Pages 46..49

<p style="text-align: right;">Page 46</p> <p>1 Q Sure, so the contracts in 238</p> <p>2 and 239, they were negotiated, handled, signed</p> <p>3 just by the business unit, and a lawyer from</p> <p>4 Chubb & Sons didn't get in the middle and</p> <p>5 review it while it was being finalized?</p> <p>6 A Correct, because it was on the</p> <p>7 template.</p> <p>8 Q Exactly.</p> <p>9 A Yes.</p> <p>10 Q So it is true that legal at</p> <p>11 Chubb & Sons does not read every single</p> <p>12 contract that Chubb & Sons entered into?</p> <p>13 A As long as it's a template that</p> <p>14 they have approved; correct.</p> <p>15 Q Let me know if you need a break</p> <p>16 at any time?</p> <p>17 A Okay.</p> <p>18 Q I am handing you what's been</p> <p>19 marked as Exhibit 40, I'm not going to ask you</p> <p>20 questions about it now, I just -- I may, I</p> <p>21 think you've seen it before, Terry.</p> <p>22 MR. FLEMING: I have.</p>	<p style="text-align: right;">Page 48</p> <p>1 Q So all of the FICO contracts</p> <p>2 would be stored in the Ariba system.</p> <p>3 To answer the question of the</p> <p>4 scope of the license for Blaze Advisor, what</p> <p>5 contract would you look at, if you recall?</p> <p>6 A I would pull the master</p> <p>7 contract, whatever was listed in there.</p> <p>8 Q The master services contract or</p> <p>9 the master?</p> <p>10 A The master license agreement.</p> <p>11 MS. KLIEBENSTEIN: I'm handing</p> <p>12 you what's been marked as 241.</p> <p>13 (The above described document was</p> <p>14 marked Exhibit 241 for identification as</p> <p>15 of this date.)</p> <p>16 Q Are you familiar with this</p> <p>17 e-mail?</p> <p>18 A Now that I'm looking at it, yes.</p> <p>19 Q In the back of this e-mail</p> <p>20 chain, Andrew Millyard e-mailed you to ask</p> <p>21 about the scope of the Fair Isaac Blaze Advisor</p> <p>22 license, is that correct?</p>
<p style="text-align: right;">Page 47</p> <p>1 Q Do you recall while you were at</p> <p>2 Chubb & Sons, were you ever asked about the</p> <p>3 scope of the license for Blaze Advisor?</p> <p>4 A I was.</p> <p>5 Q When you would get asked that</p> <p>6 question, did you have a general protocol you</p> <p>7 would follow to answer it?</p> <p>8 A I would go back to the Ariba</p> <p>9 system and pull the contract.</p> <p>10 Q And there are a number of</p> <p>11 contracts that Chubb had with FICO, correct?</p> <p>12 A That's correct.</p> <p>13 Q And all of these would be stored</p> <p>14 in the Ariba system?</p> <p>15 A Yes.</p> <p>16 Q You know what, I see the word</p> <p>17 Novatus System?</p> <p>18 A Ariba, Novatus, it's the same</p> <p>19 thing.</p> <p>20 Q So all the contracts --</p> <p>21 A Novatus was purchased by Ariba;</p> <p>22 so --</p>	<p style="text-align: right;">Page 49</p> <p>1 A That's correct.</p> <p>2 Q And Andrew Millyard was a</p> <p>3 businesses analyst for Chubb Insurance Company</p> <p>4 of Europe S.A., is that right?</p> <p>5 A That's correct.</p> <p>6 Q Do you recall what his job roles</p> <p>7 were.</p> <p>8 What did he do?</p> <p>9 A He was on the IT side.</p> <p>10 Q In Europe, right?</p> <p>11 A Correct.</p> <p>12 Q And you responded to him on</p> <p>13 November 6, 2008, "Andrew, I'm still getting</p> <p>14 you the answers below. The agreement is longer</p> <p>15 than I anticipated and getting answers to your</p> <p>16 questions is taking a lot more digging."</p> <p>17 Do you recall when you got this</p> <p>18 request what was the first step that you took</p> <p>19 to try to answer the question about the scope</p> <p>20 of the Blaze Advisor license?</p> <p>21 A I went to the system to look to</p> <p>22 see what was in there.</p>

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Pages 50..53

<p style="text-align: right;">Page 50</p> <p>1 Q And do you remember what you</p> <p>2 saw?</p> <p>3 A The master agreement.</p> <p>4 Q The master license agreement?</p> <p>5 A Yes.</p> <p>6 Q And I have handed you Exhibit</p> <p>7 240.</p> <p>8 (The above described document was</p> <p>9 marked Exhibit 240 for identification, as</p> <p>10 of this date.)</p> <p>11 Q Is that the document that you</p> <p>12 saw?</p> <p>13 A Yes.</p> <p>14 Q You went into the system, you</p> <p>15 found the license agreement, then what did you</p> <p>16 do?</p> <p>17 A I responded based upon Exhibit A</p> <p>18 in the agreement attached here.</p> <p>19 Q You responded to whom?</p> <p>20 A I responded to Andrew's</p> <p>21 questions.</p> <p>22 Q And what was your answer?</p>	<p style="text-align: right;">Page 52</p> <p>1 but -- but I couldn't find it, this was the</p> <p>2 only document that I had found at the time.</p> <p>3 I was newer to the company, so I</p> <p>4 was there less than a year, and I -- I'm sure I</p> <p>5 grabbed this and took a look at it.</p> <p>6 MS. KLIEBENSTEIN: I am handing</p> <p>7 you what's been marked as Exhibit 242.</p> <p>8 (The above described document was</p> <p>9 marked Exhibit 242 for identification as</p> <p>10 of this date.)</p> <p>11 Q Are you familiar with this</p> <p>12 e-mail?</p> <p>13 A I am after looking at it, I</p> <p>14 wasn't familiar -- I mean I knew I had to have</p> <p>15 wrote it, so --</p> <p>16 Q Below I see on May 21, 2009, you</p> <p>17 were asked to confirm whether the Blaze IDE</p> <p>18 developer tool licensing for Henry and Patrick</p> <p>19 Sullivan?</p> <p>20 A Yes.</p> <p>21 Q What was your response to that</p> <p>22 e-mail?</p>
<p style="text-align: right;">Page 51</p> <p>1 A In accordance with Exhibit A,</p> <p>2 they were five seats and it was for the --</p> <p>3 what's the definition of the application.</p> <p>4 And I went by the license grant,</p> <p>5 so shared with him what I found from this</p> <p>6 contract.</p> <p>7 So if you take a look right, I</p> <p>8 think that's -- so I didn't see any worldwide</p> <p>9 license grant, five seats, yes.</p> <p>10 And the product was Blaze</p> <p>11 Advisor only.</p> <p>12 Q So you mentioned there was no</p> <p>13 worldwide license grant, are you looking at</p> <p>14 section 2.1?</p> <p>15 A Correct.</p> <p>16 Q In your November 6th response to</p> <p>17 Andrew, you mentioned that getting the answers</p> <p>18 to your questions is taking a lot more digging.</p> <p>19 What digging were you doing?</p> <p>20 A Because I was told that there</p> <p>21 was an enterprise agreement on this one and</p> <p>22 I -- so there had to be some other e-mails,</p>	<p style="text-align: right;">Page 53</p> <p>1 A I sent him the amendment number</p> <p>2 2.</p> <p>3 Q And before we get to amendment</p> <p>4 number 2 let's look at the first page, the one</p> <p>5 marked FED 011791, what am I looking at here.</p> <p>6 Is this a printout from the</p> <p>7 Ariba system?</p> <p>8 A No, the Ariba system we didn't</p> <p>9 actually institute, this was prior, so this was</p> <p>10 a system that was in place prior to me coming</p> <p>11 there.</p> <p>12 So I'm not sure exactly what</p> <p>13 system they used; but it wasn't the Ariba</p> <p>14 system.</p> <p>15 Q So what information is -- what</p> <p>16 information am I looking at on this page?</p> <p>17 A Oh, this would tell us who the</p> <p>18 business partner was and then a high level, so</p> <p>19 this was a summary of the negotiations done by</p> <p>20 Jim Black.</p> <p>21 So if you see here it says Chubb</p> <p>22 vendor manager contact, that was the person who</p>

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Pages 54..57

<p style="text-align: right;">Page 54</p> <p>1 was in my role, so he used to be -- I replaced</p> <p>2 him, that's probably the best way to say it.</p> <p>3 Q Who would have filled out the</p> <p>4 data in this template?</p> <p>5 A Jim.</p> <p>6 Q When would he have done that?</p> <p>7 A When he completed the</p> <p>8 negotiations, so I guess it was around December</p> <p>9 of 2016 -- 2006.</p> <p>10 Q And I see that you in response</p> <p>11 to Patrick Sullivan, you attached a copy of the</p> <p>12 amendment, an amendment, but I'm asking you a</p> <p>13 different question.</p> <p>14 What was your response, did you</p> <p>15 advise Patrick that the work that Henry and</p> <p>16 Patrick wanted to do, that they were licensed</p> <p>17 or they weren't licensed?</p> <p>18 A I did not provide any input at</p> <p>19 this time, I just gave him a copy of the</p> <p>20 amendment, so I didn't give any opinion on</p> <p>21 here.</p> <p>22 Q Did you give him an opinion at a</p>	<p style="text-align: right;">Page 56</p> <p>1 not answer that direct question.</p> <p>2 Q You never did?</p> <p>3 A No. I don't know what IDE meant</p> <p>4 at the time.</p> <p>5 Q Looking at FED 011791_0002, are</p> <p>6 you familiar with this document?</p> <p>7 A Yes.</p> <p>8 Q And this is an amendment to the</p> <p>9 Fair Isaac software license and software</p> <p>10 agreement related to Blaze, correct?</p> <p>11 A Yes.</p> <p>12 Q It's dated -- it's executed in</p> <p>13 2006, correct?</p> <p>14 A Yes.</p> <p>15 Q Would a copy of this amendment</p> <p>16 have been in the Ariba system?</p> <p>17 MR. FLEMING: At what time?</p> <p>18 Foundation.</p> <p>19 Q Flipping to -- flipping to</p> <p>20 Exhibit 241, that request from Andrew Millyard</p> <p>21 to you in 2008, at that time would the second</p> <p>22 amendment that we see in Exhibit 242, would</p>
<p style="text-align: right;">Page 55</p> <p>1 later date?</p> <p>2 A I'm sure I did.</p> <p>3 Q And do you recall what your</p> <p>4 opinion would have been, was it a yes or a no?</p> <p>5 A A yes or no to what, sorry?</p> <p>6 MR. FLEMING: Is the question</p> <p>7 whether she did give an opinion?</p> <p>8 MS. KLIEBENSTEIN: I will ask it</p> <p>9 again.</p> <p>10 Q Do you recall whether you</p> <p>11 informed Mr. Sullivan that, in fact, in</p> <p>12 response to his May 21st, 2009 request, that</p> <p>13 there was Blaze IDE developer tool licensing</p> <p>14 for him and Henry Mirolyuz?</p> <p>15 A Yes.</p> <p>16 Q You know, I think I will ask it</p> <p>17 a different way again.</p> <p>18 A That's okay.</p> <p>19 Q So, the very bottom request,</p> <p>20 from Patrick to you, did you ultimately answer</p> <p>21 that request with a yes or no?</p> <p>22 A No, I sent him the copy, I did</p>	<p style="text-align: right;">Page 57</p> <p>1 that have been in the Ariba system at that</p> <p>2 time?</p> <p>3 A I don't recall if it was or</p> <p>4 wasn't. Jim had a tendency not putting all of</p> <p>5 his documents in, I had to go find them.</p> <p>6 Q Do you recall a point in time</p> <p>7 when this amendment 2 was in the Ariba system?</p> <p>8 A Yes.</p> <p>9 Q What time was that?</p> <p>10 A After I had done my research,</p> <p>11 and I will be honest, Mark Berthume called me</p> <p>12 and said I have an enterprise agreement, let me</p> <p>13 send you the copy of the documents.</p> <p>14 So that's why I am surprised</p> <p>15 there is not another e-mail.</p> <p>16 Q When did Mark make that phone</p> <p>17 call to you?</p> <p>18 A After I had sent that e-mail</p> <p>19 that stated it was only for five seats, he</p> <p>20 corrected me.</p> <p>21 Q And the e-mail you are referring</p> <p>22 to is Exhibit 241?</p>

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Pages 58..61

<p style="text-align: right;">Page 58</p> <p>1 A Oh, yes.</p> <p>2 Q Sticking with 242 for just a</p> <p>3 minute longer, I see in Patrick's May 21st,</p> <p>4 2009 e-mail to you, "We are sure we can deploy</p> <p>5 the server and repository."</p> <p>6 Do you know what that meant?</p> <p>7 What does deploy the server and repository</p> <p>8 mean?</p> <p>9 A I know what deploy means, it</p> <p>10 means issue the software -- install the server</p> <p>11 on to the software, but I'm not quite sure what</p> <p>12 exactly he meant specifically about the</p> <p>13 repository.</p> <p>14 Q You just said install the server</p> <p>15 on to the software?</p> <p>16 A The software on to the server,</p> <p>17 sorry; I apologize.</p> <p>18 THE WITNESS: In about ten</p> <p>19 minutes can we take a break.</p> <p>20 MS. KLIEBENSTEIN: Why don't we</p> <p>21 take one right now.</p> <p>22 THE VIDEOGRAPHER: The time is</p>	<p style="text-align: right;">Page 60</p> <p>1 Q And then at the very top is an</p> <p>2 e-mail from Russ Hodey to Andrew Millyard</p> <p>3 stating, "Andy, right approach and some good</p> <p>4 questions, but please hold fire with any</p> <p>5 further comes on this until we have spoken.</p> <p>6 This could stir up all sorts of politics."</p> <p>7 Were there any political issues</p> <p>8 within Chubb about enterprise licensing?</p> <p>9 MR. FLEMING: Objection,</p> <p>10 foundation.</p> <p>11 A No.</p> <p>12 Q So you don't know what Mr. Hodey</p> <p>13 might have been referring to in this e-mail?</p> <p>14 MR. FLEMING: Same objection.</p> <p>15 A No.</p> <p>16 Q I am handing you what's been</p> <p>17 marked as Exhibit 244.</p> <p>18 (The above described document was</p> <p>19 marked Exhibit 244 for identification, as</p> <p>20 of this date.)</p> <p>21 Q Are you familiar with this</p> <p>22 e-mail string?</p>
<p style="text-align: right;">Page 59</p> <p>1 9:53 a.m. and we are going off the</p> <p>2 record.</p> <p>3 (At this point in the proceedings</p> <p>4 there was a recess, after which the</p> <p>5 deposition continued as follows:)</p> <p>6 THE VIDEOGRAPHER: This is the</p> <p>7 start of media labeled number 2, the</p> <p>8 time now is 10:03 a.m. and we are back</p> <p>9 on the record.</p> <p>10 Q I handed you Exhibit 243, Ms.</p> <p>11</p> <p>12 (The above described document was</p> <p>13 marked Exhibit 243 for identification as</p> <p>14 of this date.)</p> <p>15 Q This is an e-mail string from</p> <p>16 2008.</p> <p>17 Focusing on the -- when you turn</p> <p>18 to the second page, you will see that same 2008</p> <p>19 e-mail from Andrew Millyard to you asking about</p> <p>20 the scope of the Blaze Advisor license; do you</p> <p>21 see that?</p> <p>22 A I do see that.</p>	<p style="text-align: right;">Page 61</p> <p>1 A I actually don't recall this</p> <p>2 one.</p> <p>3 Q This is an e-mail string between</p> <p>4 you, Dean Lawton and Russell Hodey in the</p> <p>5 October 2008 time period, correct?</p> <p>6 A Yes.</p> <p>7 Q And do you have any reason to</p> <p>8 believe that this is not a true and accurate</p> <p>9 scope of that e-mail correspondence?</p> <p>10 A Oh, no.</p> <p>11 Q Now moving back to the very</p> <p>12 first e-mail in this exhibit dated October 16,</p> <p>13 2008, you reached out to Russ and Dean to do an</p> <p>14 informal survey of sorts, is that right?</p> <p>15 A Yes.</p> <p>16 Q And what was your informal</p> <p>17 survey about?</p> <p>18 A It was to find out how we can</p> <p>19 support the zones better.</p> <p>20 Q When you say zones, what are you</p> <p>21 referring to?</p> <p>22 A The regions, so yeah, the</p>